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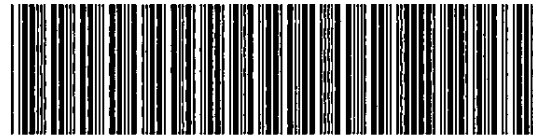
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9/25

W13-53477



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 26, 2013

EDISON CENTER FOUNDATION INCORPORATION  
5590 NW 7TH AVE  
MIAMI, FL 33127

SUBJECT: EDISON CENTER FOUNDATION INCORPORATION  
Ref. Number: W13000053477

RECEIVED  
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We have received your document for EDISON CENTER FOUNDATION INCORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason  
Regulatory Specialist II

Letter Number: 513A00022601

**ARTICLES OF INCORPORATION**  
**OF**  
**EDISON CENTER FOUNDATION INC.**  
**A FLORIDA NOT-FOR-PROFIT INCORPORATION**

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation.

**ARTICLE ONE: NAME**

The name of the Incorporation is "Edison Center Foundation Inc."

**ARTICLE TWO: NOT-FOR-PROFIT**

The Incorporation is a Non-Profit Incorporation.

**ARTICLE THREE: PRINCIPAL OFFICE**

The address of the principal place of business of Edison Center Foundation Inc. shall be at 5590 Northwest 7<sup>th</sup> Avenue, Miami, Florida 33127.

**ARTICLE FOUR: DURATION**

The period of duration of the Edison Center Foundation Inc. shall be perpetual unless dissolved according to law.

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## **ARTICLE FIVE: PURPOSE**

The purpose for which the Incorporation is organized is for the purpose to conduct activities of an educational, intervention and prevention services and programs, scholarship foundation, charitable and benevolent character, religious, and scientific purposes under section 501( c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Also, for the purpose of promoting the foregoing objects, this Incorporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage or encumber in any manner, lease and improve real estate and personal property for itself and others, either as trustees or otherwise.

Notwithstanding any other provisions of this document, the Incorporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Incorporation will from time to time, as decided by the Board members, accumulate and account for a fund to be set aside for legal costs to defend the environment, life-style, quality of life, public safety, public health, appearance and quality of the Incorporation.

The Incorporation will sponsor members and scholarship recipients as directed by the officers of the Incorporation.

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## **ARTICLE SIX: QUALIFICATIONS FOR MEMBERSHIP**

The Incorporation shall have one or more classes of membership, and the designation of such class or classes, the manner of election or appointment, and the qualifications and rights of the membership of each class shall be set forth in the Constitution and By-laws and Membership Committee guidelines.

## **ARTICLE SEVEN: REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of Edison Center Foundation Inc. is 755 N.W. 47<sup>th</sup> Terrace, Miami, Florida 33127, and the name of the registered agent at such address is Franklin E. Christmas.

## **ARTICLE EIGHT: BOARD OF DIRECTORS**

The business affairs of the Incorporation shall be vested in the Board of Directors, as defined in the Incorporation's bylaws. The Incorporation shall have five (5) directors initially, along with the Registered Agent. The number of directors may be increased or decreased from time to time as provided in the Constitution and By-laws.

Members of the Board of Directors shall be members of the Incorporation. They shall be elected at the Annual Meeting by the general membership or as provided in the By-laws.

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The names and addresses of the persons who are to serve as the initial Board of Directors are:

**BOARD OF DIRECTOR OFFICERS**

Franklin E. Christmas.- President  
755 N.W. 47<sup>th</sup> Terrace  
Miami, FL 33127

Bobbie J. Meeks - Vice President  
15545 S.W. 153<sup>rd</sup> Street  
Miami, FL 33187

Dr. Sandra R. Lackings - Secretary  
1740 N.W. 109<sup>th</sup> Street  
Miami, FL 33167

Rev. Jerry Sutherland - Treasurer  
7929 N.W. 10<sup>th</sup> Court  
Miami, FL 33150

William Eskridge – Member  
P.O. Box 473146  
Miami, FL 33187

Franklin E. Christmas – Registered Agent  
755 N.W. 47<sup>th</sup> Terrace  
Miami, FL 33127

**ARTICLE NINE: BOARD OFFICERS**

The officers of Edison Center Foundation Inc. shall consist of a President, Vice-President, Secretary, Treasurer, Registered Agent, and such other officers as may be provided by the Constitution and By-laws.

The names and addresses of the persons who are to serve as the initial officers of the Incorporation until their successors are qualified and elected are:

**BOARD OF DIRECTOR OFFICERS**

Franklin E. Christmas.- President  
755 N.W. 47<sup>th</sup> Terrace  
Miami, FL 33127

Bobbie J. Meeks - Vice President  
15545 S.W. 153<sup>rd</sup> Street  
Miami, FL 33187

Dr. Sandra R. Lackings - Secretary  
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Miami, FL 33127

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## **ARTICLE TEN: BY-LAWS**

The Board of Directors Edison Center Foundation Inc. shall provide laws for the conduct of its business and the carrying out of its purposes. The Constitution and By-laws may be amended or rescinded by a majority vote of the members of the Board of Directors at any regular meeting or any special called meeting, provided that notice has been given in accordance with the Constitution and By-laws.

## **ARTICLE ELEVEN: AMENDMENTS**

The Incorporation By-Laws and Articles of Incorporation may be altered, changed or amended by the Board of Directors of the Incorporation at any regular business meeting called for that purpose, provided that the proper notice has been given at a previous regular business meeting and, provided also, that such proposed changes have been submitted to the Board of Directors for their consideration prior to bringing it to the Incorporation for consideration. The Board of Directors may express approval or disapproval, but final action thereon is subject to the vote of the membership of the Incorporation. All such proposed alterations, changes or amendments of the By-Laws or Articles of Incorporation must receive the affirmative vote of two-thirds (2/3) of the members present and voting at such meeting.

Amendments to the Articles of Incorporation, when approved by the membership, must be forwarded to the Secretary of the State of Florida and approved and filed by him before the same shall become effective.

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## **ARTICLE TWELVE: DISSOLUTION**

No part of the dividends or profits of the Incorporation shall inure to the benefit of any member, directors, or officer of the Incorporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Incorporation affecting one or more of its purposes), and no member, director or officer of the Incorporation or any private individual shall be entitled to share in the distribution of any of the Incorporation assets on dissolution of the Incorporation.

Upon the dissolution of the Incorporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3), or 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the Incorporation is then locate, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XII: INCORPORATORS**

Franklin E. Christmas.- President  
755 N.W. 47<sup>th</sup> Terrace  
Miami, FL 33127

Dr. Sandra R. Lackings - Secretary  
1740 N.W. 109<sup>th</sup> Street  
Miami, FL 33167

William Eskridge – Member  
P.O. Box 473146  
Miami, FL 33187

Bobbie J. Meeks - Vice President  
15545 S.W. 153<sup>rd</sup> Street  
Miami, FL 33187

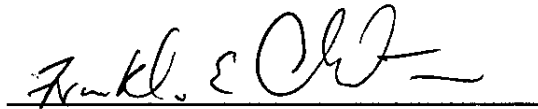
Rev. Jerry Sutherland - Treasurer  
7929 N.W. 10<sup>th</sup> Court  
Miami, FL 33150


Franklin E. Christmas – Registered Agent  
755 N.W. 47<sup>th</sup> Terrace  
Miami, FL 33127

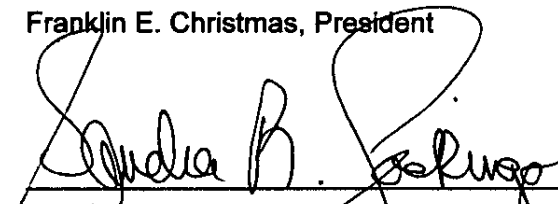
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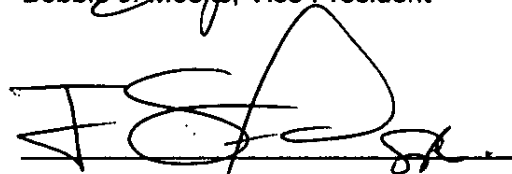


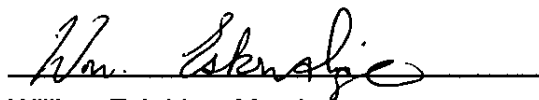
IN WITNESS WHEREOF, We, the undersigned subscribers to these Articles of Incorporation, have set our hand and seal this 13<sup>th</sup> day of August, 2013.


  
Franklin E. Christmas, President

  
Bobbie J. Meeks, Vice President

  
Dr. Sandra R. Lackings, Secretary

  
Rev. Jerry Sutherland, Treasurer

  
William Eskridge, Member

  
Franklin E. Christmas, Registered Agent

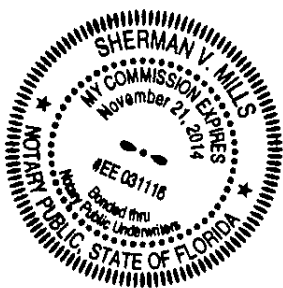
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STATE OF FLORIDA )  
)  
COUNTY OF MIAMI-DADE )

I HEREBY CERTIFY that on this 13<sup>th</sup> day of August, 2013 before me, an officer duly authorized, personally appeared Franklin E. Christmas, Bobbie J. Meeks, Dr. Sandra R. Lackings, Rev. Jerry Sutherland, and William Eskridge; to me well known and known to be the persons described in and who executed the foregoing instrument, and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State aforesaid this the day and year last above written.

(SEAL)



NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires: 11/21/14

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EDISON CENTER FOUNDATION, INC.  
A FLORIDA NOT-FOR-PROFIT INCORPORATION**

We, the undersigned, acting as incorporators of an Incorporation under the Florida Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such Incorporation and intend to start transacting business effective September 30, 2013.

**ARTICLE SEVEN: REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Edison Center Foundation, Inc. is 755 N.W. 47<sup>th</sup> Terrace, Miami, Florida 33127, and the name of the registered agent at such address is Franklin E. Christmas.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*



Required Signature of Registered Agent

09/04/13

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